

# United States Bankruptcy Court

## Eastern District of Virginia

# Voluntary Petition

Name of Debtor (if individual, enter Last, First, Middle): <b>Gunning Motors, Inc.</b>	Name of Joint Debtor (Spouse) (Last, First, Middle):
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names):	All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all) <b>54-1500872</b>	Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all)
Street Address of Debtor (No. and Street, City, and State): <b>9020 Liberia Avenue</b> <b>Manassas, VA</b> <div style="text-align: right; margin-top: 5px;">           ZIP Code  <b>20110</b> </div>	Street Address of Joint Debtor (No. and Street, City, and State): <div style="text-align: right; margin-top: 5px;">           ZIP Code         </div>
County of Residence or of the Principal Place of Business: <b>Manassas City</b>	County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address): <div style="text-align: right; margin-top: 5px;">           ZIP Code         </div>	Mailing Address of Joint Debtor (if different from street address): <div style="text-align: right; margin-top: 5px;">           ZIP Code         </div>
Location of Principal Assets of Business Debtor (if different from street address above):	

<b>Type of Debtor</b> (Form of Organization) (Check one box)	<b>Nature of Business</b> (Check one box)	<b>Chapter of Bankruptcy Code Under Which the Petition is Filed</b> (Check one box)
<input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)	<input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101 (51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other	<input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13  <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding
<b>Tax-Exempt Entity</b> (Check box, if applicable) <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).		<b>Nature of Debts</b> (Check one box) <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.

<b>Filing Fee</b> (Check one box) <input checked="" type="checkbox"/> Full Filing Fee attached <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.	<b>Chapter 11 Debtors</b> Check one box: <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,190,000. Check all applicable boxes: <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
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<b>Statistical/Administrative Information</b> <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.	THIS SPACE IS FOR COURT USE ONLY										
<b>Estimated Number of Creditors</b> <table style="width: 100%; text-align: center;"> <tr> <td><input type="checkbox"/> 1-49</td> <td><input type="checkbox"/> 50-99</td> <td><input checked="" type="checkbox"/> 100-199</td> <td><input type="checkbox"/> 200-999</td> <td><input type="checkbox"/> 1,000-5,000</td> <td><input type="checkbox"/> 5,001-10,000</td> <td><input type="checkbox"/> 10,001-25,000</td> <td><input type="checkbox"/> 25,001-50,000</td> <td><input type="checkbox"/> 50,001-100,000</td> <td><input type="checkbox"/> OVER 100,000</td> </tr> </table>	<input type="checkbox"/> 1-49	<input type="checkbox"/> 50-99	<input checked="" type="checkbox"/> 100-199	<input type="checkbox"/> 200-999	<input type="checkbox"/> 1,000-5,000	<input type="checkbox"/> 5,001-10,000	<input type="checkbox"/> 10,001-25,000	<input type="checkbox"/> 25,001-50,000	<input type="checkbox"/> 50,001-100,000	<input type="checkbox"/> OVER 100,000	
<input type="checkbox"/> 1-49	<input type="checkbox"/> 50-99	<input checked="" type="checkbox"/> 100-199	<input type="checkbox"/> 200-999	<input type="checkbox"/> 1,000-5,000	<input type="checkbox"/> 5,001-10,000	<input type="checkbox"/> 10,001-25,000	<input type="checkbox"/> 25,001-50,000	<input type="checkbox"/> 50,001-100,000	<input type="checkbox"/> OVER 100,000		
<b>Estimated Assets</b> <table style="width: 100%; text-align: center;"> <tr> <td><input type="checkbox"/> \$0 to \$50,000</td> <td><input type="checkbox"/> \$50,001 to \$100,000</td> <td><input type="checkbox"/> \$100,001 to \$500,000</td> <td><input type="checkbox"/> \$500,001 to \$1 million</td> <td><input checked="" type="checkbox"/> \$1,000,001 to \$10 million</td> <td><input type="checkbox"/> \$10,000,001 to \$50 million</td> <td><input type="checkbox"/> \$50,000,001 to \$100 million</td> <td><input type="checkbox"/> \$100,000,001 to \$500 million</td> <td><input type="checkbox"/> \$500,000,001 to \$1 billion</td> <td><input type="checkbox"/> More than \$1 billion</td> </tr> </table>	<input type="checkbox"/> \$0 to \$50,000	<input type="checkbox"/> \$50,001 to \$100,000	<input type="checkbox"/> \$100,001 to \$500,000	<input type="checkbox"/> \$500,001 to \$1 million	<input checked="" type="checkbox"/> \$1,000,001 to \$10 million	<input type="checkbox"/> \$10,000,001 to \$50 million	<input type="checkbox"/> \$50,000,001 to \$100 million	<input type="checkbox"/> \$100,000,001 to \$500 million	<input type="checkbox"/> \$500,000,001 to \$1 billion	<input type="checkbox"/> More than \$1 billion	
<input type="checkbox"/> \$0 to \$50,000	<input type="checkbox"/> \$50,001 to \$100,000	<input type="checkbox"/> \$100,001 to \$500,000	<input type="checkbox"/> \$500,001 to \$1 million	<input checked="" type="checkbox"/> \$1,000,001 to \$10 million	<input type="checkbox"/> \$10,000,001 to \$50 million	<input type="checkbox"/> \$50,000,001 to \$100 million	<input type="checkbox"/> \$100,000,001 to \$500 million	<input type="checkbox"/> \$500,000,001 to \$1 billion	<input type="checkbox"/> More than \$1 billion		
<b>Estimated Liabilities</b> <table style="width: 100%; text-align: center;"> <tr> <td><input type="checkbox"/> \$0 to \$50,000</td> <td><input type="checkbox"/> \$50,001 to \$100,000</td> <td><input type="checkbox"/> \$100,001 to \$500,000</td> <td><input type="checkbox"/> \$500,001 to \$1 million</td> <td><input checked="" type="checkbox"/> \$1,000,001 to \$10 million</td> <td><input type="checkbox"/> \$10,000,001 to \$50 million</td> <td><input type="checkbox"/> \$50,000,001 to \$100 million</td> <td><input type="checkbox"/> \$100,000,001 to \$500 million</td> <td><input type="checkbox"/> \$500,000,001 to \$1 billion</td> <td><input type="checkbox"/> More than \$1 billion</td> </tr> </table>	<input type="checkbox"/> \$0 to \$50,000	<input type="checkbox"/> \$50,001 to \$100,000	<input type="checkbox"/> \$100,001 to \$500,000	<input type="checkbox"/> \$500,001 to \$1 million	<input checked="" type="checkbox"/> \$1,000,001 to \$10 million	<input type="checkbox"/> \$10,000,001 to \$50 million	<input type="checkbox"/> \$50,000,001 to \$100 million	<input type="checkbox"/> \$100,000,001 to \$500 million	<input type="checkbox"/> \$500,000,001 to \$1 billion	<input type="checkbox"/> More than \$1 billion	
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**Voluntary Petition***(This page must be completed and filed in every case)*

Name of Debtor(s):

**Gunning Motors, Inc.****All Prior Bankruptcy Cases Filed Within Last 8 Years** (If more than two, attach additional sheet)

Location

Where Filed: **- None -**

Case Number:

Date Filed:

Location

Where Filed:

Case Number:

Date Filed:

**Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor** (If more than one, attach additional sheet)

Name of Debtor:

**- None -**

Case Number:

Date Filed:

District:

Relationship:

Judge:

**Exhibit A**

(To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)

☒ Exhibit A is attached and made a part of this petition.

**Exhibit B**

(To be completed if debtor is an individual whose debts are primarily consumer debts.)

I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I delivered to the debtor the notice required by 11 U.S.C. §342(b).

**X**

Signature of Attorney for Debtor(s)

(Date)

**Exhibit C**

Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?

☐ Yes, and Exhibit C is attached and made a part of this petition.

☒ No.

**Exhibit D**

(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)

☐ Exhibit D completed and signed by the debtor is attached and made a part of this petition.

If this is a joint petition:

☐ Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.

**Information Regarding the Debtor - Venue**

(Check any applicable box)

- ☒ Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District.
- ☐ There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.
- ☐ Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.

**Certification by a Debtor Who Resides as a Tenant of Residential Property**

(Check all applicable boxes)

- ☐ Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)

\_\_\_\_\_  
(Name of landlord that obtained judgment)

\_\_\_\_\_  
(Address of landlord)

- ☐ Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and
- ☐ Debtor has included in this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition.
- ☐ Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).

**Voluntary Petition***(This page must be completed and filed in every case)*

Name of Debtor(s):

**Gunning Motors, Inc.****Signatures****Signature(s) of Debtor(s) (Individual/Joint)**

I declare under penalty of perjury that the information provided in this petition is true and correct.

[If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7. [If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. §342(b).

I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.

**X** \_\_\_\_\_  
Signature of Debtor

**X** \_\_\_\_\_  
Signature of Joint Debtor

\_\_\_\_\_  
Telephone Number (If not represented by attorney)

\_\_\_\_\_  
Date

**Signature of Attorney\***

**X /s/ Ann E. Schmitt** \_\_\_\_\_  
Signature of Attorney for Debtor(s)

**Ann E. Schmitt 22030** \_\_\_\_\_  
Printed Name of Attorney for Debtor(s)

**Culbert & Schmitt, PLLC** \_\_\_\_\_  
Firm Name  
**30C Catoctin Circle, SE**  
**Leesburg, VA 20175**

\_\_\_\_\_  
Address

**Email: aschmitt@culbert-schmitt.com**  
**703-737-6377 Fax: 703-737-6370**

\_\_\_\_\_  
Telephone Number

**March 11, 2010** \_\_\_\_\_

\_\_\_\_\_  
Date

\*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.

**Signature of Debtor (Corporation/Partnership)**

I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

**X /s/ John R. Gunning** \_\_\_\_\_  
Signature of Authorized Individual

**John R. Gunning** \_\_\_\_\_  
Printed Name of Authorized Individual

**President** \_\_\_\_\_  
Title of Authorized Individual

**March 11, 2010** \_\_\_\_\_

\_\_\_\_\_  
Date

**Signature of a Foreign Representative**

I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.

(Check only one box.)

☐ I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. §1515 are attached.

☐ Pursuant to 11 U.S.C. §1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.

**X** \_\_\_\_\_  
Signature of Foreign Representative

\_\_\_\_\_  
Printed Name of Foreign Representative

\_\_\_\_\_  
Date

**Signature of Non-Attorney Bankruptcy Petition Preparer**

I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.

\_\_\_\_\_  
Printed Name and title, if any, of Bankruptcy Petition Preparer

\_\_\_\_\_  
Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.)

\_\_\_\_\_  
Address

**X** \_\_\_\_\_

\_\_\_\_\_  
Date

Signature of Bankruptcy Petition Preparer or officer, principal, responsible person, or partner whose Social Security number is provided above.

Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual:

If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.

*A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both 11 U.S.C. §110; 18 U.S.C. §156.*

**United States Bankruptcy Court  
Eastern District of Virginia**

In re **Gunning Motors, Inc.**  
Debtor

Case No. \_\_\_\_\_

Chapter **11**

**Exhibit "A" to Voluntary Petition**

1. If any of debtor's securities are registered under Section 12 of the Securities Exchange Act of 1934, the SEC file number is \_\_\_\_\_.
2. The following financial data is the latest available information and refers to debtor's condition on \_\_\_\_\_.

a. Total assets	\$ <u><b>230,000.00</b></u>	
b. Total debts (including debts listed in 2.c., below)	\$ <u><b>6,373,660.14</b></u>	
c. Debt securities held by more than 500 holders.		Approximate number of holders
secured / /    unsecured / /    subordinated / /	\$ <u><b>0.00</b></u>	<u><b>0</b></u>
secured / /    unsecured / /    subordinated / /	\$ <u><b>0.00</b></u>	<u><b>0</b></u>
secured / /    unsecured / /    subordinated / /	\$ <u><b>0.00</b></u>	<u><b>0</b></u>
secured / /    unsecured / /    subordinated / /	\$ <u><b>0.00</b></u>	<u><b>0</b></u>
secured / /    unsecured / /    subordinated / /	\$ <u><b>0.00</b></u>	<u><b>0</b></u>
d. Number of shares of preferred stock	<u><b>0</b></u>	<u><b>0</b></u>
e. Number of shares of common stock	<u><b>0</b></u>	<u><b>0</b></u>

Comments, if any:

3. Brief description of debtor's business:  
**Retail Automotive Dealer**
4. List the name of any person who directly or indirectly owns, controls, or holds, with power to vote, 5% or more of the voting securities of debtor:  
**John Gunning**

**United States Bankruptcy Court**  
**Eastern District of Virginia**

In re **Gunning Motors, Inc.**

Debtor(s)

Case No.

Chapter **11**

**LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS**

Following is the list of the debtor's creditors holding the 20 largest unsecured claims. The list is prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in this chapter 11 [or chapter 9] case. The list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101, or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 20 largest unsecured claims. If a minor child is one of the creditors holding the 20 largest unsecured claims, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See 11 U.S.C. § 112; Fed. R. Bankr. P. 1007(m).

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	(5) <i>Amount of claim [if secured, also state value of security]</i>
American Express P.O. Box 1270 Newark, NJ 07101-1270	American Express P.O. Box 1270 Newark, NJ 07101-1270			9,380.26
Automotive Finance Corp. 43375 Old Ox Rd. Sterling, VA 20166	Automotive Finance Corp. 43375 Old Ox Rd. Sterling, VA 20166	vehicles described in Schedule B		107,874.80 (0.00 secured)
Chesapeake Petroleum & Supply PO Box 7610 Gaithersburg, MD 20898	Chesapeake Petroleum & Supply PO Box 7610 Gaithersburg, MD 20898			12,660.90
Chrysler Financial Services Americas, LLC 6085 Marshalee Drive, Ste 300 Elkridge, MD 21075	Chrysler Financial Services Americas, LLC 6085 Marshalee Drive, Ste 300 Elkridge, MD 21075	Ground lease and improvements at 9018 Liberia Ave. Manassas VA; blanket lien on all assets		5,650,715.00 (585,000.00 secured)
Clintas Corporation PO Box 1207 Culpeper, VA 22701	Clintas Corporation PO Box 1207 Culpeper, VA 22701			9,489.45
Commonwealth of Virginia Dept. of Taxation PO Box 26626 Richmond, VA 23261-6626	Commonwealth of Virginia Dept. of Taxation PO Box 26626 Richmond, VA 23261-6626	sales tax		12,618.94
Dealer Services Corporation 5735 Industry Lane Bldg. A, Suite 9 Frederick, MD 21704	Dealer Services Corporation 5735 Industry Lane Bldg. A, Suite 9 Frederick, MD 21704	vehicles described in Schedule A		137,842.74 (0.00 secured)
Dixon Hughes PLLC 255 South Orange Ave. Citrus Center Suite 1225 Orlando, FL 32801	Dixon Hughes PLLC 255 South Orange Ave. Citrus Center Suite 1225 Orlando, FL 32801			17,672.50
DRAC Subaru Service Loaner JP Morgan Chase Bank 201 N. Central 8th Flr Phoenix, AZ 85004	DRAC Subaru Service Loaner JP Morgan Chase Bank 201 N. Central 8th Flr Phoenix, AZ 85004			52,911.40

Debtor(s)

**LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS**  
(Continuation Sheet)

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	(5) <i>Amount of claim [if secured, also state value of security]</i>
<b>JK Auto Parts PO Box 1249 Baileys Crossroads, VA 22041</b>	<b>JK Auto Parts PO Box 1249 Baileys Crossroads, VA 22041</b>			<b>5,775.65</b>
<b>Kaiser Foundation Health Plan of Mid-Atlantic States, Inc. 2101 E. Jefferson ST Rockville, MD 20852</b>	<b>Kaiser Foundation Health Plan of Mid-Atlantic States, Inc. 2101 E. Jefferson ST Rockville, MD 20852</b>			<b>5,831.93</b>
<b>Manassas Chrysler Jeep 8100 Centreville Rd. Manassas, VA 20111</b>	<b>Manassas Chrysler Jeep 8100 Centreville Rd. Manassas, VA 20111</b>			<b>9,981.20</b>
<b>MPK Automotive Systmes, Inc. 3295 River Exchange Drive Suite 165 Norcross, GA 30092</b>	<b>MPK Automotive Systmes, Inc. 3295 River Exchange Drive Suite 165 Norcross, GA 30092</b>			<b>8,714.98</b>
<b>News &amp; Messenger PO Box 25246 Richmond, VA 23260-5248</b>	<b>News &amp; Messenger PO Box 25246 Richmond, VA 23260-5248</b>			<b>10,822.06</b>
<b>Northwest Federal Credit Union 200 Spring St Herndon, VA 20170</b>	<b>Northwest Federal Credit Union 200 Spring St Herndon, VA 20170</b>			<b>8,786.30</b>
<b>Robert Rosenthal 1100 South Glebe Rd. Arlington, VA 22204</b>	<b>Robert Rosenthal 1100 South Glebe Rd. Arlington, VA 22204</b>	<b>Unpaid rent and real estate taxes</b>		<b>40,082.05</b>
<b>Snap-on Business Solutions 23756 Network Place Chicago, IL 60673</b>	<b>Snap-on Business Solutions 23756 Network Place Chicago, IL 60673</b>			<b>5,586.00</b>
<b>Subaru of America, Inc. PO Box 19243a Dir. No. 030271 Newark, NJ 07195</b>	<b>Subaru of America, Inc. PO Box 19243a Dir. No. 030271 Newark, NJ 07195</b>			<b>63,329.87</b>
<b>Washington Post Media 1150 15th Street NW Washington, DC 20071</b>	<b>Washington Post Media 1150 15th Street NW Washington, DC 20071</b>			<b>12,000.00</b>
<b>Wiley Rein LLP 7925 Jones Branch Drive Suite 620 Mc Lean, VA 22102</b>	<b>Wiley Rein LLP 7925 Jones Branch Drive Suite 620 Mc Lean, VA 22102</b>	<b>legal fees</b>		<b>11,651.79</b>

In re **Gunning Motors, Inc.**

Debtor(s)

Case No. \_\_\_\_\_

**LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS**

(Continuation Sheet)

**DECLARATION UNDER PENALTY OF PERJURY  
ON BEHALF OF A CORPORATION OR PARTNERSHIP**

I, the President of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing list and that it is true and correct to the best of my information and belief.

Date **March 11, 2010**

Signature **/s/ John R. Gunning**

**John R. Gunning  
President**

*Penalty for making a false statement or concealing property:* Fine of up to \$500,000 or imprisonment for up to 5 years or both.  
18 U.S.C. §§ 152 and 3571.

1-800 Radiator  
8395 Euclid Avenue  
Manassas, VA 20111

AAA Recycling & Trash Removal  
PO Box 9001819  
Louisville, KY 40290-1819

Abel Industries  
PO Box 968  
Dumfries, VA 22026

ADT Security Services, Inc.  
PO Box 371956  
Pittsburgh, PA 15250-7956

Aiada  
PO Box 1535  
Merrifield, VA 22116

Alldata  
PO Box 848379  
Dallas, TX 75284-8379

American Express  
P.O. Box 1270  
Newark, NJ 07101-1270

American Fidelity Assurance Co  
PO Box 268805  
Oklahoma City, OK 73126-8805

Arcet Equipment Company  
PO Box 26269  
Richmond, VA 23260

Auto Pro Inc.  
31 Laurel Haven Drive  
Stafford, VA 22554

Automotive Finance Corp.  
43375 Old Ox Rd.  
Sterling, VA 20166

Autotrader.com  
PO Box 932207  
Atlanta, GA 31193-2207

B-Safe Auto Glass LLC  
130-3 Imboden Drive  
Winchester, VA 22603

Banner Glass, Inc.  
PO Box 630205  
Baltimore, MD 21263-0205

Battlefield Ford, Inc.  
8980 Mathis Ave  
Manassas, VA 20110

BB&T  
6400 Arlington Blvd.  
Suite 320 Plaza  
Falls Church, VA 22042

BFPE International

Black Book- National Auto  
Research Division  
PO Box 404040  
Atlanta, GA 30384-4040

Brown Automotive Group  
12500 Fairlakes Circle  
Suite 375  
Fairfax, VA 22033

Browns Manassas Hyundai  
8651 Centreville Road  
Manassas, VA 20110

Carfax, Inc.  
16630 Collection Center Dr.  
Chicago, IL 60693

Carsco, Inc.  
44e Industrial Park Circle  
Waldorf, MD 20602

Carwash Solutions  
21082 Mill Branch Drive  
Leesburg, VA 20175

Champ Auto Parts  
9088 Euclid Ave  
Manassas, VA 20110

Charapp & Weiss LLP  
8300 Greensboro Drive  
Suite 200  
Mc Lean, VA 22102

Chase Auto Finance  
201 N. Central Ave, Floor 12  
Phoenix, AZ 85004

Chesapeake Petroleum & Supply  
PO Box 7610  
Gaithersburg, MD 20898

Christina M. Holmes  
8484 Saddle Court  
Manassas, VA 20110

Chrysler Financial  
PO Box 9001888  
Louisville, KY 40290-1888

Chrysler Financial Services  
Americas, LLC  
6085 Marshalee Drive, Ste 300  
Elkridge, MD 21075

City of Manassas  
Treasurer's Office  
PO Box 512  
Manassas, VA 20108

City of Manassas  
8500 Public Works Dr.  
PO Box 192  
Manassas, VA 20108-0192

Clintas Corporation  
PO Box 1207  
Culpeper, VA 22701

Clinton Kliegel  
9145 Ribbon Falls Loop  
Bristow, VA 20136

Cobalt Group Inc.  
Attn: Maureen Meier  
2200 First Ave South  
Seattle, WA 98134

Columbia Gas  
PO Box 742529  
Cincinnati, OH 45274

Comcast Communications  
PO Box 3005  
Southeastern, PA 19398-3005

Commonwealth of Virginia  
Dept. of Taxation  
PO Box 26626  
Richmond, VA 23261-6626

Costco Auto Program  
Box 200388  
Pittsburgh, PA 15251-0388

Crovato Products and Services  
4481 Beech Road  
Temple Hills, MD 20748

Curry's Auto Parts  
9020 Centreville Road  
Manassas, VA 20110

Curtis Industries  
Dept. Ch. 14070  
Palatine, IL 60055-4079

Darcars Chrysler of Fairfax  
10620 Lee Highway  
Fairfax, VA 22030

Daytron Software, Inc.

Dealer Services Corporation  
5735 Industry Lane  
Bldg. A, Suite 9  
Frederick, MD 21704

Dealer Services Corporation  
1320 City Center Drive  
Suite 100  
Carmel, IN 46032

Dealer Specialities  
PO Box 3250  
Norfolk, VA 23514-3250

Dentmasters, Inc.  
PO Box 10145  
Mc Lean, VA 22102

Department of Motor Vehicles  
PO Box 27412  
Richmond, VA 23269-0001

District of Columbia DMV  
Tax Commission  
301 C Street NW  
Washington, DC 20001

Dixon Hughes PLLC  
255 South Orange Ave.  
Citrus Center Suite 1225  
Orlando, FL 32801

Doli/Boiler Safety  
13 South Thirteenth Street  
Richmond, VA 23219

DRAC Subaru Service Loaner  
JP Morgan Chase Bank  
201 N. Central 8th Flr  
Phoenix, AZ 85004

Dudley Martin Chevrolet  
PO Box 511  
Manassas, VA 20110

Duvall Corporation  
8103 B. Centreville Rd  
Manassas, VA 20110

Dynatron Software Inc.  
1321 Valwood Parkway  
#500  
Carrollton, TX 75006

Electronic Plus  
9231 Sudley Road  
Manassas, VA 20110

Enterprise Ren-A-Car  
2273 Research Blvd  
FL 7  
Rockville, MD 20850-3264

Equifax Info. Services LLC  
PO Box 105835  
Atlanta, GA 30348-5835

Exxon Mobile Fleet Services  
PO Box 5727  
Carol Stream, IL 60197-5727

Fair Oaks Chrysler Jeep  
4170 Auto Park Circle  
Chantilly, VA 20151

Farrish of Fairfax, Inc.  
9610 Fairfax Blvd  
Fairfax, VA 22031

Fidelity Warranty Services Inc  
Mail Drop JMADF054  
500 Jim Moran Blvd  
Deerfield Beach, FL 33442

Finish Line Towing  
9108 Euclid Ave  
Manassas, VA 20110

Green Electric Inc.  
378 Delicious Road  
Linden, VA 22642

Gunning Construction, Inc.  
9020 Liberia Ave.  
Manassas, VA 20110

Hoover Mechanical & Contractin  
12340 Meadowland Lane  
Nokesville, VA 20181

Hydrocarbon Recovery Services,  
Inc.  
PO Box 757600  
Philadelphia, PA 19175-7600

Idearc Media Corp.  
Attn: Acct Receivable Dept.  
PO Box 619009  
Dallas, TX 75261-9009

Internal Revenue Service\*  
PO Box 21126  
Philadelphia, PA 19114-0326

Internation Revenue Service  
Philadelphia, PA 19255

Interstate Battery of NV  
PO Box 7327  
Woodbridge, VA 22195

Irfan M. Bukhari  
10814 King Nobel Lane  
Bealeton, VA 22712

J. Oliver Enterprises Inc,.  
d/b/a Dealer Specialities  
217 Central Ave.  
Osseo, MN 55369

J.E. Rice Co.  
9124 Mathis Avenue  
Manassas, VA 20110

James Turner  
8347 Felsted Lane  
Manassas, VA 20110

Jay M. Simpson  
9060 Reynolds Place  
Manassas, VA 20110

Jennifer K. Lee  
105 Luxor Street  
Manassas, VA 20111

Jerry Griffin  
Rosenthal Automotive  
1100 S. Glebe Rd.  
Arlington, VA 22204

Jim Moran & Associates  
PO Box 8567  
Deerfield Beach, FL 33442

JK Auto Parts  
PO Box 1249  
Baileys Crossroads, VA 22041

Jm Solutions  
PO Box 951852  
Dallas, TX 75395-1852

JMA Group Gap Claims Dept,.  
PO Box 9410  
Deerfield Beach, FL 33442

John Gunning  
9020 Liberia Ave.  
Manassas, VA 20110

John Holmes  
8484 Saddle Court  
Manassas, VA 20110

Joshua T. Teodoro  
8484 Saddle Court  
Manassas, VA 20110

Juan R. Guillen  
9006-A Sandalwood Dr.  
Manassas, VA 20110

Kaiser Foundation Health Plan  
of Mid-Atlantic States, Inc.  
2101 E. Jefferson ST  
Rockville, MD 20852

Keystone Automotive  
822 Central Avenue  
Linthicum Heights, MD 21090

Koons of Manassas  
7105 Sudley Rod  
Manassas, VA 20110

Kratz Auto Supplies Inc.  
10750 Guilford Road  
Jessup, MD 20794

L&L Delivery Inc.  
PO Box 77  
Ruby, VA 22545

Manassas Chrysler Jeep  
8100 Centreville Rd.  
Manassas, VA 20111

Manassas Auto Parts Inc.  
7809 Centreville Road  
Manassas, VA 20110

Matheny Motor Truck Co.  
14716 Industry Court  
Woodbridge, VA 22191

Matthew B. McKamey  
10308 Lees Mill Road  
Warrenton, VA 20186

Metalpro Inc.  
7956 Twist Lane  
Springfield, VA 22153-2823

Metro Automotive Equipment  
Services  
10506 Norman Ave.  
Fairfax, VA 22030

Moore Cadillac  
25440 Pleasant Valley Road  
Chantilly, VA 20152

MPK Automotive Systmes, Inc.  
3295 River Exchange Drive  
Suite 165  
Norcross, GA 30092

NADA Used Car Guide  
8400 West Park Dr.  
Mc Lean, VA 22102

Napa of Fairfax City  
10570 Fairfax Blvd  
Fairfax, VA 22030

Nella White  
13515 Fitzhugh Lane  
Woodbridge, VA 22191

News & Messenger  
PO Box 25246  
Richmond, VA 23260-5248

Norasack Design  
6469 Third Street  
Alexandria, VA 22312

Northwest Federal Credit Union  
200 Spring St  
Herndon, VA 20170

Olympus Auto Parts  
13851 Telegraph Rd  
Suite 201  
Woodbridge, VA 22192

Ourisman Chantilly Dodge  
4135 Autopark Circle  
Chantilly, VA 20151

Ourisman Dodge  
5900 Richmond Highway  
Alexandria, VA 22303

Panasonic Automotive System  
Company  
Chicago, IL 60673-1542

Patty Sullivan Recon, Inc.  
175 Auction Drive  
Fredericksburg, VA 22406

Paul Guillen  
9006 A Sandalwood Dr  
Manassas, VA 20110

PDP Group, Inc.  
PO Box 64114  
Baltimore, MD 21264-4114

Pioneer Telephone  
PO Box 11018  
Lewiston, ME 04243-9469

Pitney Bowes  
PO Box 856042  
Louisville, KY 40285-6390

Potomac Disposal Services  
PO Box 841758  
Dallas, TX 75284-1758

Prepaid Legal Services, Inc.

Progressive Business Compliance  
PO Box 3014  
Malvern, PA 19355-9790

Radial Tire  
9101 Brookville Rd.  
Silver Spring, MD 20910

Robert Rosenthal  
1100 South Glebe Rd.  
Arlington, VA 22204

Safford Chrysler Jeep of  
Warrenton  
7308 Cedar Run Dr.  
Warrenton, VA 20187

Scottsdale Insurance Co.  
PO Box 4120  
Scottsdale, AZ 85261-4120

Setec

Shannon Auto Repair  
8749 Commerce Court  
Manassas, VA 20110

Sheehy Kia-Subaru  
6727 Loisdale Road  
Springfield, VA 22150

Snap-on Business Solutions  
23756 Network Place  
Chicago, IL 60673

Sprint  
PO Box 105243  
Atlanta, GA 30348-5243

Staples Business Advantage  
Dept. DC  
PO Box 415256  
Boston, MA 02241-5256

Steven Foose  
2049 Jennings Street  
Woodbridge, VA 22192

Stohlman Subaru of Herndon  
770 Elden Street  
Herndon, VA 20170

Stohlman VW Subaru  
8433 Leesburg Pike  
Vienna, VA 22182

Subaru of America, Inc.  
PO Box 19243a  
Dir. No. 030271  
Newark, NJ 07195

Teldon International Inc.  
925 Boblett St  
Unit B  
Blaine, WA 98230

The Creative Print Group, Inc.  
7905 Browning Road  
Suite 112  
Pennsauken, NJ 08109

The Tint Shop  
5501 Merchants View  
Square # 811  
Haymarket, VA 20169

TML Copiers & Digital Solution  
9700 Capital Ct  
Suite 201  
Manassas, VA 20110

Treasurer of Virginia  
PO Box 570  
Richmond, VA 23218-0570

UPS  
PO Box 7247-0244  
Philadelphia, PA 19170-0001

Vada  
PO Box 91723  
Richmond, VA 23291-1723

Vehicle Postings  
M/S #03  
PO Box 4000  
Portland, OR 97208

Verizon  
PO Box 660720  
Dallas, TX 75226-0720

Virginia Auto Body, Inc.  
8788 Commerce Ct  
Manassas, VA 20110

Wanada  
5301 Wisconsin Ave  
Suite 210  
Washington, DC 20015

Washington Post Media  
1150 15th Street NW  
Washington, DC 20071

Wiley Rein LLP  
7925 Jones Branch Drive  
Suite 620  
Mc Lean, VA 22102

Wings  
5609 Mendelmore Way  
Haymarket, VA 20169

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Dept. 9720  
Los Angeles, CA 90084-9720